

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

N.R., by and through his parents and
guardians, S.R. and T.R., individually and on
behalf of all others similarly situated, and
derivatively on behalf of the Raytheon Health
Benefits Plan,

Plaintiff,

v.

RAYTHEON COMPANY; RAYTHEON
HEALTH BENEFITS PLAN; and
WILLIAM M. BULL,

Defendants.

Civil Action No. 1:20-cv-10153-RGS

ORDER:

(1) PRELIMINARILY APPROVING SETTLEMENT AGREEMENT;
(2) APPROVING CLASS NOTICE PACKAGE; AND
(3) ESTABLISHING A FINAL SETTLEMENT APPROVAL
HEARING AND PROCESS

Upon consideration of Plaintiff's unopposed motion pursuant to Federal Rule of Civil Procedure 23(e) for an order preliminarily approving the settlement of this Action ("Motion for Preliminary Approval") and in accordance with the Parties' Settlement Agreement dated as of August 12, 2022, (the "Agreement"), which together with the Appendices annexed thereto sets forth the terms and conditions for a proposed settlement of the Action, and the Court having read and considered the Agreement, orders as follows:¹

1. Based on the record before it, the Court tentatively finds, pursuant to Federal Rule of Civil Procedure 23(e), that the Agreement attached as *Appendix 1* to the Motion for Preliminary Approval, is fair, reasonable, and adequate. The Court finds that:

¹ The initial capitalization of terms used in this Order and not defined herein shall have the meanings assigned to them in the Agreement.

(a) the Agreement resulted from extensive arm's length negotiations; (b) there is no evidence at this stage of the proceedings of fraud, collusion, or overreaching or that the rights of absent Class Members were disregarded; and (c) counsel has sufficient informal discovery and experience in similar litigation to propose the Agreement. The Court's preliminary approval is subject to change pending the outcome of the final settlement approval hearing ("Fairness Hearing") established herein.

2. The Court finds that the proposed Class Notice, attached as *Appendix 2a*, meets the requirements of Federal Rule of Civil Procedure 23, due process, and the applicable law in that it fairly and adequately describes the terms of the Agreement, including the attorney fees and costs sought by Class Counsel and Named Plaintiff's ability to seek Incentive Awards; gives notice of the time and place of the Fairness Hearing; and describes how a Class Member may comment on, object to, or support the Agreement. The Court finds that the Class Notice, Certification Form, Claim Form, and Claim Form Instructions, attached as *Appendix 2a-d*, provide Class Members with a reasonable method to file claims.

3. The Court appoints Settlement Services, Inc. to act as Claims Processor with the powers and responsibilities set forth in Section 8 of the Agreement.

4. The Court directs the Defendants to provide all necessary information to the Claims Processor to effectuate class notice by no later than ten (10) days from this Order.

5. The Claims Processor shall mail the Class Notice and Claim Form Materials (*Appendices 2a-d*) to the Settlement Class Notice Recipients. The Claims Processor shall email mail the notices by no later than twenty (20) days from this Order, consistent with the Settlement Agreement, ¶2.2.3.1. The Claims Processor will submit a declaration to the Court confirming their compliance with the class notice procedures contained in this Order by no later than thirty (30) days from this Order.

6. Class counsel shall establish a settlement web page available to the public within twenty (20) days of the date of this order. The web page shall contain at a minimum, all of the documents identified in the Settlement Agreement, ¶2.2.3.2. Class counsel will submit a declaration confirming compliance with this provision by no later than thirty (30) days from the date of this Order.

7. The Court concludes that direct email and, if email is not available, mail notice to the Settlement Class Notice Recipients, in addition to web-based notice, is the best notice practicable under the circumstances and complies with the requirements of Federal Rule of Civil Procedure 23, due process, and any other applicable law.

8. Not more than ten (10) days after the filing of the Motion for Preliminary Approval, Defendants shall provide notices and materials required under the Class Action Fairness Act ("CAFA"), 28 U.S.C. § 1715(b).

9. A Fairness Hearing to consider whether the proposed Agreement is fair, reasonable, and adequate and should be finally approved is scheduled for January 21, 2023 at 2:00 p.m. at the United States Courthouse, 1 Courthouse Way, Suite 2300, Boston, Massachusetts 02210 [anytime convenient to the Court after 130 days after this Order is issued].

10. A Class Member who wishes to comment on or object to the Agreement must submit written comments and/or objections to the Court no later than January 13, 2023 [at least fourteen (14) days before the Fairness Hearing].

11. A Class Member who wishes to appear at the Fairness Hearing may do so if he or she submits written notice to the Court, with copies to counsel, that he or she intends to appear in person or through counsel. In that written notice to appear, the Class Member must describe the nature of his or her comment or objection. Written notice of intent to appear must be filed with the Court and mailed to counsel by Jan. 13, 2023 [at least fourteen (14) days before the Fairness Hearing].

12. A Motion for Final Approval of the Agreement, together with any supporting declarations or other documentation, must be filed no later than 1/20, 2023 [at least five (5) days before the Fairness Hearing]. Class Counsel shall also mail the Motion for Final Approval to all Class Members who object to the Agreement or file written notice with the Court that they intend to appear at the Fairness Hearing.

13. Claims by Class Members must be received by the Claims Processor no later than 1/6, 2023 (at least ninety (90) days after the class notice is mailed).

14. Class Counsel shall file any motion for an award of attorney fees or reimbursement of expenses or costs and any motion for an Incentive Award on behalf of a Named Plaintiff no later than 12/16, 2022 [at least forty (40) days before the Fairness Hearing]. Class counsel shall post this motion on the web page within three days of its filing with the Court.

15. The Claims Processor shall establish a settlement fund pursuant to § 8.1 of the Agreement into which Defendants shall cause the Settlement Amount to be deposited according to the terms of the Agreement. The Settlement Amount and Settlement Fund shall be subject to the jurisdiction of the Court until such time as the Settlement Amount is distributed pursuant to the Agreement and/or further order(s) of the Court.

16. Any application for attorney fees or reimbursement of litigation expenses or for a Case Contribution Award for the Named Plaintiffs shall be submitted by Class Counsel, and such matters will be considered separately from the fairness, reasonableness, and adequacy of the Agreement.

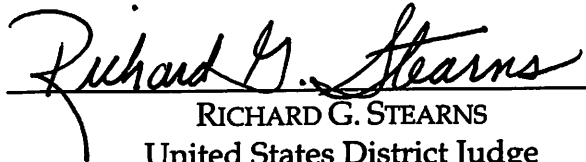
17. All expenses incurred by the Claims Processor in sending the Class Notice, as well as administering the Settlement Amount shall be paid out of the Settlement Amount.

18. Pending final determination of whether the Agreement should be approved, (a) all proceedings in this Action unrelated to the Agreement shall be stayed, and (b) neither Named Plaintiff nor any Class Member, either directly, representatively,

derivatively, or in any other capacity, shall commence or prosecute against any of the Releasees any action or proceeding in any court or tribunal asserting any of the Class Released Claims.

19. The Court reserves the right to adjourn the date of the Fairness Hearing without further notice to Class Members, and it retains jurisdiction to consider all further applications arising out of or connected with the Agreement. The Court may approve the Agreement, with such modifications as may be agreed to by the Parties, if appropriate, without further notice to Class Members.

It is so ORDERED this 21st day of September, 2022.


RICHARD G. STEARNS
United States District Judge

Presented by:

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